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December 15, 2011

EX PARTE PRESENTATION

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: Ex Parte Presentation in IB Docket No. 11-150, *DISH Network Corporation Files to Acquire Control of Licenses and Authorizations Held By New DBSD Satellite Services G.P., Debtor-in-Possession and TerreStar License Inc., Debtor-in-Possession*; IB Docket No. 11-149, *New DBSD Satellite Service G.P., Debtor-in-Possession, and TerreStar Licensee Inc., Debtor-in-Possession, Request for Rule Waivers and Modified Ancillary Terrestrial Component Authority*

Dear Ms. Dortch:

Pursuant to Section 1.1206 of the Commission's rules, 47 C.F.R. § 1.1206, DISH Network ("DISH") submits this letter summarizing a meeting on Tuesday, December 13, 2011 with Paul de Sa, Mindel de la Torre, Gardner Foster, Rick Kaplan, Julie Knapp, John Leibovitz, and Tom Peters. Present at the meeting on behalf of DISH were Thomas Cullen, Executive Vice President; Stanton Dodge, Executive Vice President and General Counsel; Jeffrey Blum, Senior Vice President and Deputy General Counsel; Alison Minea, Corporate Counsel; Pantelis Michalopoulos of Steptoe and Johnson LLP, outside counsel; and John Flynn, outside counsel. Bryan Tramont of Wilkinson Barker Knauer LLP attended on behalf of TerreStar.

During the meeting, we discussed the filings made since October 17, 2011 in the above-referenced dockets. We emphasized that timing is critical to DISH's ability to move forward with its planned nationwide wireless network, and that nothing in the record should prevent expeditious approval of both the transactions and the associated waiver requests. Indeed, the applications present the Commission with an immediate opportunity to advance one of its highest priorities – providing new sources of broadband competition. The regulatory flexibility sought by DISH is the best course to achieving the Commission's National Broadband Plan goals, and will promote competition, investment, and innovation.

We noted that approval of both the transactions and the associated waiver requests will facilitate DISH's acquisition of TerreStar's and DBSD's MSS/ATC authorizations and assets, placing these underutilized assets under the control of a well-financed, capable, and recognized innovator in communications technology with unique experience in developing a greenfield competitive mass-market service. In particular, DISH's existing base of approximately 14 million customers is a ready potential market for any new broadband services, and DISH has more than two decades of experience providing retail direct-to-home services and has a bricks-and-mortar presence across the nation in sales, support, and maintenance.

We stressed that it is critical that the Commission grant all of the applications *together* rather than defer action on the waiver requests. Without the waivers, it is highly uncertain that DISH could commence wide-scale design and construction efforts for a terrestrial network, and it is certain that any design and construction activities that may be undertaken would have to proceed at a significantly slower pace. Indeed, DISH has been in discussions with potential chipset, network equipment, and handset manufacturers, but it would be inefficient and wasteful to undertake development activities for the MSS/ATC network until all requirements (including support for single- and dual-mode devices) are finalized.¹

We also pointed out that DISH and Sprint Nextel Corporation ("Sprint"), through a settlement announced November 4, have been able to resolve all outstanding issues related to Sprint's relocation of certain incumbents from the 2000-2020 MHz band. Sprint withdrew its Petition to Condition Approval of the above-referenced waivers and license modifications,² and subsequently filed an *ex parte* letter with the following statement:

Based on Sprint's understanding of Gamma's and DISH's planned operations as described in the applications, and assuming that Gamma and DISH will fully comply with all applicable Commission rules and policies, and final and pending specifications set forth by the 3rd Generation Partnership Project, and further assuming that the Applicants will seek no change to the applicable power limits for 2000-2020 MHz, or out-of-band emission limits applicable to operations at 2000-2020 MHz, Sprint has concluded that the protections set forth in the applicable Commission rules and policies, and in the final and pending specifications set forth by the 3rd Generation Partnership Project, in addition to DISH's and Sprint's mutual willingness to engage in good faith coordination, are sufficient to address harmful interference from MSS/Ancillary Terrestrial Component Services operations in the 2000-2020 MHz band into current or planned Personal Communications Services ("PCS") operations in the G Block and other PCS bands, as described in the CTIA Comments. Sprint Nextel's conclusion is subject to change based on any new material information regarding the above assumptions.³

¹ See Consolidated Opposition to Petitions to Deny and Response to Comments, IB Dockets Nos. 11-149 and 11-150 (Oct. 27, 2011), at 14-15, *citing* Declaration of Thomas Cullen, ¶¶ 5-7.

² See Withdrawal of Petition to Condition Approval of Sprint Nextel Corporation, IB Docket No. 11-149, File Nos. SES-MOD-20110222-00985 and SES-MOD-20110822-00983 (Nov. 3, 2011).

³ See Letter to Marlene Dortch, Sec'y, FCC, from Marc S. Martin, Counsel for Sprint Nextel Corporation, IB Dockets Nos. 11-149 and 11-150, at 1-2 (Nov. 17, 2011).

Particularly with these developments, DISH believes that the record demonstrates that expeditious approval will be a win for consumers, competition, and American jobs.

Respectfully submitted,

/s/ Alison A. Minea

Alison A. Minea

cc: Paul de Sa
Mindel de la Torre
Gardner Foster
Rick Kaplan
Julie Knapp
John Leibovitz
Tom Peters